

X-MEN

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THE ALL-NEW, ALL-DIFFERENT

X-MEN



**BEGINNING! THE
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THE STARJAMMERS!
WILL IT BE THE END OF
THE X-MEN?!**

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A MOMENT AGO, THEY'D BEEN ON EARTH.



*A MOMENT FOR OUR MERRY MUTANTS, TRUE, BUT SINCE X-MEN*105 FOR THE REST OF US--ARCHIVIST ARCHIE.

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WHERE NO X-M

THE WORLD IS AS OLD AS
TIME AND ITS CITIES
HAVE STOOD SILENT AND
EMPTY SINCE BEFORE
MANKIND WAS BORN.

CYCLOPS...?

I... DON'T
KNOW, STORM.

OUR COMING HERE
WAS *PHOENIX* DOING.
AND I'VE A FEELING
EVEN *SHE* DOESN'T KNOW
THE *WHY* OR *WHERE-
FORE*.

ALIENS!

JUDGING
FROM THE
LOOKS OF OUR
RECEPTION
COMMITTEE,
MY FRIENDS--

--I WONDER IF
WE'LL *LIVE*
TO LEARN THE
ANSWERS.

AN HAS GONE BEFORE!

FOR YEARS BEYOND NUMBER, THE WORLD HAS REMAINED UNTOUCHED BY ANY LIVING BEING, ITS SANCTITY INVIOLENT. NOW, THAT HAS CHANGED AND FOR THE FIRST TIME SINCE CREATION THE WORLD WILL KNOW WAR.

AND THE WINNER OF THIS WAR WILL HOLD THE FATE OF THE UNIVERSE IN HIS HANDS.



GLADIATOR--
COMRADES!
WHO ARE THESE
PEOPLE?!

THEY MATERIALIZED
OUT OF THE STARGATE
RIGHT AFTER PRINCESS
LILANDRA-- BUT ARE THEY
FRIENDS? OR FOES?

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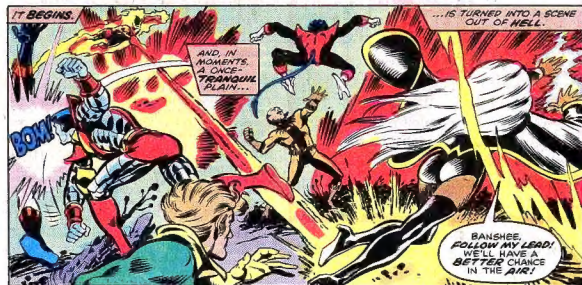
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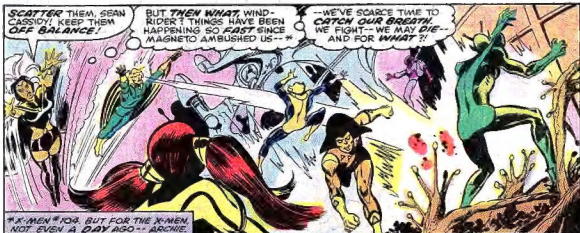
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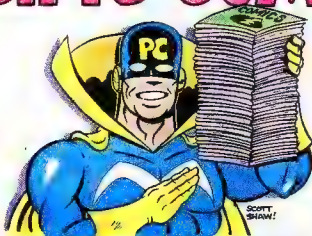
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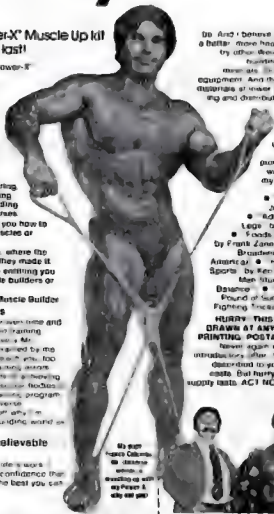
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PETER: NO! SOMEHOW-- BY THOUGHT ALONE-- THAT NOBOGELIN CHARACTER CAN CHANGE HIS SHAPE INTO ANY FORM HE PLEASES! YOU CAN'T STAND AGAINST



SNAP!

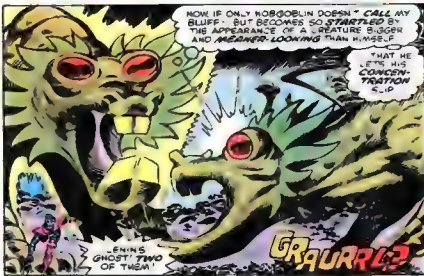
WAIT A MINUTE WITH MY IMAGE INDUCER, SO CAN I.



IT'S A LONG SHOT-- AND MY BEAST WILL ONLY BE A VISUAL TRICK, WHERE NOBOGBLINS IS REAL-- BUT I'M COLOSSUS ONLY HOPE

FUNNY I'D BEEN PLANNING TO THROW THE IMAGE INDUCER AWAY

RRRAURK!



NOW IF ONLY NOBOGELIN DOESN'T CALL MY BLUFF-- BUT BECOMES SO STARTLED BY THE APPEARANCE OF A CREATURE BIGGER AND MEANER-LOOKING THAN HIMSELF

THAT HE LOST HIS CONCENTRATION S-I-P

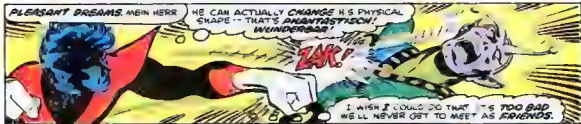
LENN'S GHOST! TWO OF THEM!

GRAURRL?



AND REVERTS TO HIS NORMAL FORM!

PERFECT!

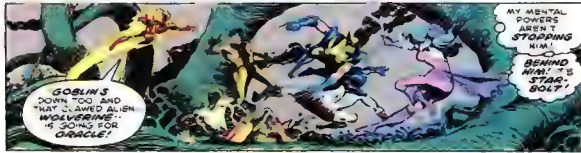


PLEASANT DREAMS. MEIN HERR

HE CAN ACTUALLY CHANGE HIS PHYSICAL SHAPE-- THAT'S ANWANDERLICH! WUNDERBAR!

ZAK!

I WISH I COULD DO THAT IT'S TOO BAD WE'LL NEVER GET TO MEET AS FRIENDS.



GOBLINS DOWN TOO AND THAT CLAWED ALIEN WOLVERINE-- IS GOING FOR ORACLE!

MY MENTAL POWERS AREN'T STOPPING HIM!

BEHIND HIM! IT'S STAR-BOLT

ASSASSIN!
DARE
THREATEN
THE WOMAN
I LOVE?

FALL
WOLVERINE BEFORE
THE UNFILTERED
RAGE IN THE
SOLAR FIRE-
STORM!

AAAAAHHH!

WELL DONE BOLT I THINK
YOU'VE STUNG HIS WHISKERS
AND TAUGHT HIM A WELL-
DESERVED LESSON

WHA-???

LADY F
ANYONE'S
LEARNING ANY
LESSONS
TO YOU AN
YEN FLAME-
FACED
BUDDY!

SHORT-
AN-
SWEET
HONEY
HUNCH

NOBODY
LAUGHS AT
WOLVERINE

MURKIN' FROM THAT FLAME BLAST BUT
I CAN'T LET IT BOTHER ME I GOTTA
KEEP TRIMMIN' THE ODDS

AN WHAT THE
HEY TWH FIGHT'S
TOO GOOD I
MISS!

YOU!
FUR-FACE!
YEAH I'M
TALKIN' T
YOU
BUB!

WOLVERINE
NEEDS A
TARGET
FEEL A AN
IT LOOKS
LIKE YOU'RE
ELECTED!

BOOM!

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TOMMY!
WATCH OUT
ELTON!

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Sometimes we set up targets down in the basement. Or else we'll get out in the backyard by ourselves plinking away, and talking. I've found it's a terrific way for a father and son to get to know each other better.

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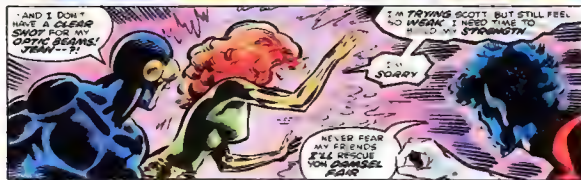
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WITH THAT, THERE'S A CRACK OF FLAME,
THE STENCH OF BRIMSTONE, AND NIGHT-
CRAWLER IS STANDING NEXT TO THE
PRINCESS.



SUDDENLY
A SHARP, RED
TE, EXPLODED
SOMEWHERE
ELSE

MEIN
GOTT
WHAT IS
THAT
THING?

I AM A
MAN OF
MY WORD
PRINCESS

NIGHTCRAWLER?
FLEE, MY FRIEND!
I AM LOST--
SAVE YOURSELF
WHILE YOU CAN!



LEAVE
ME I
BEG
YOU



I TOLD YOU
I'D RESCUE YOU
AND RESCUE
YOU I SHALL...

ASSUMING
THIS
VERDAMMT
CHAIN
EVER...

SWAP!

--BREAKS!



LILANDRA'S
FREE!!

CURSE THAT TWO-
TOSSED ALIEN! I SUMMONED
THE SOUL-DRINKER
TO TAKE ONLY ONE
SPECIFIC SOUL--
LILANDRA'S!



GET OVER THERE
FOOLS! MAKE
SURE THAT THE
DEMON TAKES
MY SYSTEM'S
SOUL-- AND
NONE
OTHER!

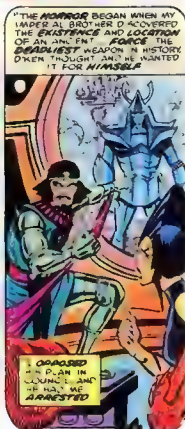
LET'S GO PRINCESS!
I THINK WE'RE JUST
ABOUT WORN OUT
OUR WELCOME
UP HERE

PRINCESS? WHAT'S
THE MATTER WITH
YOU WOMAN?!

NIGHTCRAWLER
I-- I--

I
CAN'T!!

HUN? SHE'S PETRIFIED
WITH FRIGHT! THAT SOUL-
THING MUST HAVE HER IN SOME
KIND OF MIND-LOCK.



MY SHIP'S WENT
BEATEN, MY CAUSE
LOST

"...AND I'D
FOUND A MISS-
ING PIECE OF
MY SOUL. MY
INNER SELF
IN THAT INSTANT
WAS BOUND
TO MEET
HIS."

"AND HE
TO ME."

"THERE WERE OTHER
IMAGES AS HE
SAW IN MINDS AND
THE COLLECTIVE
WILL OF MANKIND
TO WIN OF A
WAR WITH
ON THE LINE
"I WON"


"A HELL
AS

HEY SENSEI?
 THAT M. RAB
 PORT WITH
 BAYLOR WOULD
 TEACH ME THE
 EARTH WIFE
 "MAY" MAY
 ALL OF ME NO
 OTHER CHOLE

REIN CONTACTED OUR FRIENDS IN THE UNITED STATES. SURELY SOMEONE WILL KNOW HOW TO REACH THE RED.

12

LOOK OUT, WORLD! YOU'RE ABOUT TO BE HIT WITH--
THE LET'S GO **CRAZY SUMMER SPECIAL!**



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SUPER SPECIAL
FREE
GREAT JARO LATES!
SANTER'S CRAZY PLEASING JUDO
4

SHEESH!
YA'D THINK 80
BIG PAGES OF FUN
AN' LAUGHS COULD
TAKE A LITTLE
LEARNIN' ON!

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"HIS ORDERS WERE SIMPLE. **KILL** XAVIER OR, FAILING THAT, **PREVENT** ME FROM CONTACTING HIM - WHAT EVER THE **COST** WHICH MEANT FIRST OF ALL, THE **X-MEN** HAD TO BE **ELIMINATED**."

"WHEN I TOLD ME HE LEARNED OF YOU FROM JORNA DANE - **POLARIS** - THOUGH HE REFUSED TO SAY HOW HE LEARNED OF HER."

"HE TRIED TO ME AND SEEM TO DESTROY YOU - AND YOUR BROTHER AND SISTER - AND THEN YOUR GREATEST DESIRE - **BEST FOEM** - YET EACH TIME HE **FAILED**."

• X-MEN'S #3 21 OF AUG. AG

"WITH FIRELORD'S UNWITTING AID HE FINALLY SUCCEEDED IN CAPTURING ME HE THOUGHT HE'D WON - UNTIL **PHOENIX** POWER SENT YOU THROUGH THE **"GATE AFTER ME"**."

"FINE, ILANDRA BUT WHAT'S THIS ALL BEEN FOR?"

"THE OLDEST OF ALL REAGONS CYCLOPS"

"POWER. THIS GREAT **MYRIAN CRYSTAL** IS A **"GATEWAY"** TO THE POWER MY BROTHER SEEKS. A GATE THAT OPENS ONCE EVERY **MILLION YEARS**."

"WHEN THOSE NINE **DEATH-STAR** ENTER A CERTAIN **ALIGNMENT**."

"AND WITHIN THE CRYSTAL SO THE LEGEND SAYS, CAN BE FOUND **POWER ABSOLUTE**."

"AYE, PRINCESS! AND WHAT RIGHT HAVE YOU TO DENY IT TO YOUR EMPEROR?" YOU SWORE AN OATH TO **SERVE** X-MEN."

"THIS TRANSCENDS AN OATH SWORN TO A **MADMAN!**"

"OPEN YOUR EYES, ILANDRA! BEHOLD MY BROTHER'S DREAMS OF IMPERIAL **GLORY**! CLOSE THEM **FOREVER!**"

CONTINUED AFTER NEXT PAGE

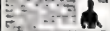
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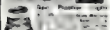
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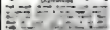
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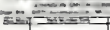
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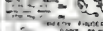
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Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set



Star Trek Model Set

AIR CAR



AIR CAR



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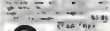
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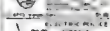
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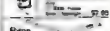
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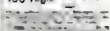
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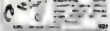
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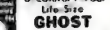
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Brian Eastman



AFTER

**INSTANTLY -
YOUR MUSCLES
WILL BEGIN
TO GROW!**

BEFORE

**NOT
FOR
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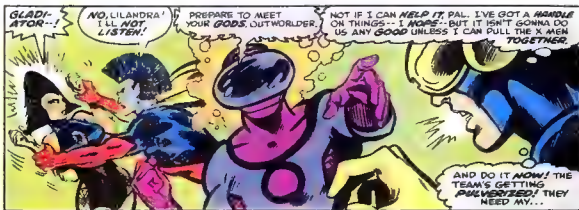
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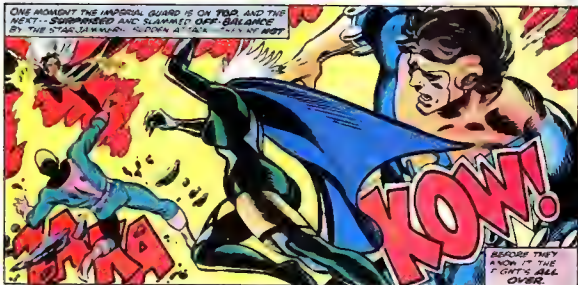
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STAN LEE'S SOAPBOX

This is it, gang! It's the month that the long-awaited KISS Magazine goes on sale! For the ridiculous price of \$1.50 you get a 64 page, glossy paper magazine-sized masterpiece featuring a simply incredible 40 page full color super hero comic strip starring KISS! Yes, KISS—the most unlikely/unusual/unexpected team of super heroes since Doc Ock tried to sloop with Aunt May! Can you picture KISS fighting Doctor Doom? Well, believe it! Also, you'll find phantasmagoric photos and frankly fabulous features—plus an actual on the spot, illustrated account of KISS giving their own blood for this once in a lifetime issue! And that's all I'm gonna say about it now, 'cause you know how I hate to be a huckster! And speaking of Hanna Barbera (which we weren't!), here's super sensational announcement #2! For those of you who still turn on to THE FLINTSTONES, SCOOBY DOO, YOGI BEAR, DYNAMUTT, and all the rest of their merry menagerie, mighty Marvel will leave you in a cultural wasteland no longer. We've just teamed up with the talented titans at HB to bring you Scooby and the Flintstones this month with Yogi and the Dynamutt doggie coming atcha next month! We figure if your batty Bullpen is gonna take over the comic book world, we might as well go all the way! Anyhow, we've got some big, secret projects with Hanna Barbera in the months to come, so you might as well climb aboard now, while there's still room! Wow! From Spidey to Scooby Doo! Who says Marvel isn't where it's all happening! And now, one last reminder from yours truly (who's begining to feel like a carnival pitchman!)—better start savin' your share's sagacious one-cause volume #4 of the omnipresent Origins Series goes on sale this fall and it'll probably be the biggest blockbuster of 'em all! It's called THE SUPERHERO WOMEN and if you play your cards right and don't kick a downbearded duck—I'll tell you a bit about the contents in the next Soapbox or two. So, until we meet again be good to each other and wherever you go, what ever you do, fight brain strain keep thinking Marvel!

Excelsior!

ITEM! July may be the traditional time for firecrackers, but there's another kind of explosion about to hit full force this month. And if your built-in conballism detector is starting to tip like crazy, that's because you're right—we are about to mention that Marvel Explosion we're always talking about here and in our ads. But, truth to tell,

explosion is about the only way to describe all the zillion and one things we're sending your way this mid-summer season over and above the items Stan has already covered in the Soapbox. Just for starters, let us clue you to the fact that the MARVEL SUPER HEROES FUN BOOK #2 should already be on the shelves of your friendly neighborhood book emporium just waiting for you puzzle, maze and word game fans (and if you're not, these fun books could well change that) to stretch your skills as well as your knowledge of Marvel lore by trying them out.



ITEM! That's right, the big, bad, black and white to magaz department, namely all kinds of excitement over the latest issue of MARVEL PREVIEW. This one will reintroduce you to STAR LORD, the comic crusader who first appeared in the pages of PREVIEW #4. Ever since his dazzling debut we've been bounded with requests to let Star Lord soar the spaceways once again. So, editor JOHN WARNER recruited the popular writer-art team of CLAREMONT and BYRNE (Chris and John to most MARVEL TEAM UP and IRON FIST fans) to do just that. What we expected was the normally sensational job we expect on any of our books, what we got—aded, abetted, and amplified by the dramatically detailed inking of Terrific TERRY AUSTIN—was fifty two pages of mind-blowing science-fiction adventure that had even the most jaded of Bullpeners lining up to glimpse each new batch of completed pages as they were delivered. Okay, if you praise a thing too much it creates expectations that can never be lived up to. So, in our typical low key manner, we merely suggest that if you only buy one large-size format comic this year, better make it MARVEL PREVIEW featuring STAR LORD or you'll be kicking yourself the rest of your life! There. Who says we can't be subtle?

ITEM! Talking about the black and white magazines, let's extend congratulations to ROGER SLIFER on becoming the new editor of the line replacing JOHN WARNER, who'll be returning to freelance writing (such as the BLOODSTONE feature now backing up THE RAMPAGING HULK). Roger is bright-eyed and eager and has a whole drawerful of projects he's soon be bringing your way. In fact, in view of some of the future projects Roger will be in charge of as well as some of the items he's handling currently—like the full color MARVEL CLASSICS and special movie projects such as ISLAND OF DR. MOREAU and THE DEEP—black and white editor is pretty much a misnomer. At the moment, we don't really have a better or more

accurate title (Special Format Editor comes close but somehow lacks the subtle jive drive we're always seeking! but as soon as we do, we'll hit you with it. Meantime get ready to be hit with a lot of wry out wonderment from Mr. Slifer, his assistant editor Reliable RALPH MACCHIO, and the whole blamed black-and-white wall—their whole crew alive, crawl!

ITEM! If science fiction is in the works this month in our black and white try out mag, MARVEL PREVIEW, our color experimental book, MARVEL PREMIERE, is covering the other side of the coin, namely fantasy. We're presenting WEIRD WORLD, an excursion into the realm of wizards, elves, and mystic monsters conducted by Devil May Care DOUG MOENCH. Manual Mike PLOOG and Active ALEX NINO (if you're thrilled to Tolkien's THE HOBBIT or LORD OF THE RINGS, we've got a hunch this is going to be just what you've been waiting for. In fact, with enough sales and letter encouragement, we just might be able to convince the powers that be that now is the time for a regular epic fantasy comic!



ITEM! Summer is approaching its peak and so too is our production of King-size Annuals. This time around we've got TARZAN, THOR, THE ETERNALS, and JOHN CARTER, WAR LORD OF MARS making their appearances in all new, bonus size adventures, as well as THE INVADERS and AMAZING SPIDER MAN. If that's not enough, two MARVEL CLASSICS are also ready for your edification and enjoyment: H.G. Wells' THE INVISIBLE MAN and Homer's ILLIAD. And coming up in August will be Annuals of THE AVENGERS, THE INCREDIBLE HULK, and THE FANTASTIC FOUR, plus the aforementioned Marvel Movie Special, THE DEEP (but more details about that next month). Meantime, remember—never tickle a temperamental toad!

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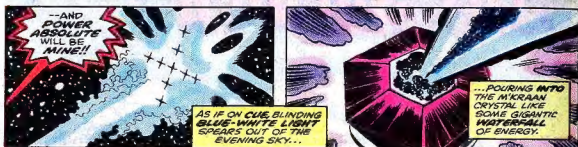
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